U.S. Department of Justice Washington, DC 20530

Exhibit B

OMB No. 1105-0007 To Registration Statement Pursuant to the Foreign Agents Registration Act of 1938, an amended

INSTRUCTIONS: A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. One original and two legible photocopies of this form shall be filed for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, D.C. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the Administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

Name of Registrant	2. Registration No.
Rubenstein Associates, Inc.	4778
3. Name of Foreign Principal	
State Council Information Office of China	

Check Appropriate Boxes:

- 4. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked attach a copy of the contract to this exhibit.
- 5.

 There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 6. The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
- 7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Rubenstein Associates, Inc. has been retained by the State Council Information Office of China to help organize and promote a cultural exhibition in Washington, D.C. A press and publicity campaign will be mounted to publicize the exhibition.

8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.	
Please see attached.	
9. Will the activities on behalf of he above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☑ No □	
If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.	
One of the objectives of the exhibition is to help create better understanding between China and the United States, and therefore enhance relationships between the two countries.	
Date of Exhibit B Name and Title Howard J. Rubenstein	
President President	

Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in behaves will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political interests, policies, or relations of a government of a foreign country or a foreign political party.

8. (Activities)

- Help obtain exhibition venue in Washington, D.C., contracts for which will be approved, signed and paid for by the State Council Information Office of China (SCIO).
- Help recruit significant organizations and individuals to cooperate and lend support to the exhibition and related activities.
- Assist in editing the English text for the exhibition and related materials.
- Plan symposium for Washington, D.C., prepare invitation lists and help obtain speakers in cooperation with SCIO.
- Plan and execute all publicity for the exhibition and the symposium, including news conference, interviews and coverage of the exhibit in Washington, D.C.
- Help publicize supporting events such as a ceremony at Arlington Cemetery.
- Help plan a cocktail party and reception for the formal opening of the exhibition. This will include appropriate lists of prominent invitees.

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RUBENSTEIN ASSOCIATES, INC.

Public Relations

1345 Avenue of the Americas

New York, NY 10105-0109

Phone: 212-843-8000

Fax: 212-843-9200

July 16, 2002

Dear Vice Director-General Li:

We are extremely pleased to submit for your consideration the following Memorandum of Understanding between the State Council Information Office of China (SCIO) and Rubenstein Associates, Inc. (RA) regarding the conditions and terms of the assistance that RA will provide to SCIO in connection with its planned October 2002 exposition to be held in Washington, D.C.

The President of RA, Howard J. Rubenstein, and consultant to RA, Prof. Allen Weinstein, agree to work with SCIO officials and their designated representatives on receipt of a complete agreed upon list of exhibits and themes on the following:

- 1. Help obtain exhibition vonue in Washington, D.C., contracts for which will be approved, signed and paid for by SCIO.
- Help recruit significant organizations and individuals to cooperate and lend support to the exhibition and related
 activities.
- Assist in editing the English text for the exhibition and related materials.
- 4. Plan symposium for Washington, D.C., prepare invitation lists and help obtain speakers in cooperation with SCIO.
- 5. Plan and execute all publicity for the exhibition and the symposium, including news conference, interviews and coverage of the exhibit in Washington, D.C.
- 6. Help publicize supporting events such as a ceremony at Arlington Cemetery.
- 7. Help plan a cocktail party and reception for the formal opening of the exhibition. This will include appropriate lists of prominent invitees. We believe it is important for you to retain an event production firm to help with the numerous logistics involved in the symposium and reception. We will help you identify and select an appropriate firm and determine, with SCIO's prior approval, what fee they will receive from SCIO.

In conformity with U.S. law, RA will register with the U.S. Government as a representative of SCIO for the duration of this agreement.

RA's fees for the services listed above will be \$75,000 (U.S.). All out-of-pocket expenses will be paid by SCIO. The above services will be coordinated by RA and will commence upon SCIO wiring into RA's account the first project installment in the sum of \$50,000 (U.S.). The second installment, \$25,000 (U.S.), to be wired into RA's account after the venue has been secured and the guest lists have been reviewed and approved by SCIO. (Wiring data: J. P. Morgan Chase Bank, 1211 Avenue of the Americas, New York, New York, 10036; Rubenstein Associates, Inc; Account # 611-350068; Transit ABA Routing # 021-0000-21).

If this agreement meets with your approval, please sign a copy and return it to RA.

I look forward to a mutually productive relationship. Sincerely,

Howard J. Rubenstein

Approved and Accepted

By SCIO:

Li xiang ping

2002. 7.1/

Auf 27, 2002

FROM:

People's Republic of China

CONTACT:

RUBENSTEIN ASSOCIATES

Public Relations

Juda Engelmayer (212) 843-8294; jengel@rubenstein.com

CALENDAR LISTING

CHINESE GOVERNMENT OPENS EXHIBIT PAYING TRIBUTE TO WORLD WAR II CHINA-U.S. COOPERATION

An exhibit that pays tribute to the enormous courage, sacrifice and friendship of American flyers and Chinese people during World War II will go on public display free of charge from October 18th through November 5th at the Woodrow Wilson International Center for Scholars in Washington, D.C.

From 1937 to 1945, the Chinese people lost countless lives in a horrific war waged against them by the military forces of Imperial Japan. It was during this massive conflict that, in the interest of common strategic purpose, Chinese and Americans forged a bond of shared sacrifice and cooperation that still stands today.

Military milestones including flying critical supplies across the Himalayas via "The Hump" airlift, General James Doolittle's Tokyo Raiders seeking refuge in China and the Flying Tigers that fought the Japanese Zero represent valiant chapters of shared experiences that paved the way to ultimate victory. This exhibition tells each of these stories through artifacts, recovered aircraft, period photos, and personal letters from a war-torn past that forged a legacy still celebrated today.

DATE:

Friday, October 18, 2002 -

Tuesday, November 5, 2002

TIME:

9:00 AM - 5:00 PM, Mondays - Fridays

PLACE:

Woodrow Wilson International Center for

Scholars, One Woodrow Wilson Plaza,

1300 Pennsylvania Avenue, N.W. Washington, D.C. (202) 691-4000

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